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9 **UNITED STATES BANKRUPTCY COURT**
10 **NORTHERN DISTRICT OF CALIFORNIA**
11 **SAN FRANCISCO DIVISION**

12 **In re:**

13 **PG&E CORPORATION,**

14 **- and -**

15 **PACIFIC GAS AND ELECTRIC**
16 **COMPANY,**

17 **Debtors.**

- 18 ☐ Affects PG&E Corporation
19 ☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

20 ** All papers shall be filed in the Lead Case, No.*
21 *19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REORGANIZED DEBTORS' EIGHTY-
SIXTH OMNIBUS OBJECTION TO CLAIMS
(UNTIMELY CLAIMS)**

Response Deadline:
June 16, 2021, 4:00 p.m. (PT)

Hearing Information If Timely Response Made:

Date: June 30, 2021

Time: 10:00 a.m. (Pacific Time)

Place: (Telephonic Appearances Only)

United States Bankruptcy Court

Courtroom 17, 16th Floor

San Francisco, CA 94102

1 **TO: (A) THE HONORABLE DENNIS MONTALI, UNITED STATES BANKRUPTCY**
2 **JUDGE; (B) THE OFFICE OF THE UNITED STATES TRUSTEE; (C) THE AFFECTED**
3 **CLAIMANTS; AND (D) OTHER PARTIES ENTITLED TO NOTICE:**

4 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as
5 debtors and reorganized debtors (collectively, the “**Debtors**” or as reorganized pursuant to the Plan (as
6 defined below), the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11**
7 **Cases**”) hereby submit this Eighty-Sixth Omnibus Objection (the “**Objection**”) to the Proofs of Claim
8 (as defined below) identified in the column headed “Claims To Be Disallowed and Expunged” on
9 **Exhibit 1** annexed hereto.

10 **I. JURISDICTION**

11 This Court has jurisdiction over this Objection under 28 U.S.C. §§ 157 and 1334; the *Order*
12 *Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.); and
13 Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern
14 District of California (the “**Bankruptcy Local Rules**”). This matter is a core proceeding pursuant to 28
15 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The
16 statutory predicates for the relief requested are section 502 of Title 11 of the United States Code (the
17 “**Bankruptcy Code**”) and Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy**
18 **Rules**”).

19 **II. BACKGROUND**

20 On January 29, 2019 (the “**Petition Date**”), the Debtors commenced with the Court voluntary
21 cases under chapter 11 of the Bankruptcy Code. Prior to the Effective Date (as defined below), the
22 Debtors continued to operate their businesses and manage their properties as debtors in possession
23 pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner was appointed
24 in either of the Chapter 11 Cases. The Chapter 11 Cases are being jointly administered for procedural
25 purposes only pursuant to Bankruptcy Rule 1015(b).

26 Additional information regarding the circumstances leading to the commencement of the Chapter
27 11 Cases and information regarding the Debtors’ businesses and capital structure is set forth in the
28 *Amended Declaration of Jason P. Wells in Support of the First Day Motions and Related Relief* [Docket
No. 263].

1 On July 1, 2019, the Court entered the *Order Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a),*
2 *Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and L.B.R. 3003-1 (I) Establishing Deadline for*
3 *Filing Proofs of Claim, (II) Establishing the Form and Manner of Notice Thereof, and (III) Approving*
4 *Procedures for Providing Notice of Bar Date and Other Information to All Creditors and Potential*
5 *Creditors* [Docket No. 2806] (the “**Bar Date Order**”). The Bar Date Order set the deadline to file all
6 proofs of claim (each, a “**Proof of Claim**”) in respect of any prepetition claim (as defined in section
7 101(5) of the Bankruptcy Code), including all claims of Fire Claimants (as defined therein), Wildfire
8 Subrogation Claimants (as defined therein), Governmental Units (as defined in section 101(27) of the
9 Bankruptcy Code), and Customers, and for the avoidance of doubt, including all secured claims and
10 priority claims, against either of the Debtors as October 21, 2019 at 5:00 p.m. Pacific Time (the “**Bar**
11 **Date**”). The Bar Date later was extended solely with respect to unfiled, non-governmental Fire
12 Claimants to December 31, 2019 [Docket No. 4672]¹; and subsequently with respect to certain claimants
13 that purchased or acquired the Debtors’ publicly held debt and equity securities and may have claims
14 against the Debtors for rescission or damages to April 16, 2020 [Docket No. 5943].

15 By Order dated June 20, 2020 [Dkt. No. 8053], the Bankruptcy Court confirmed the *Debtors’*
16 *and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization Dated June 19, 2020* (as may be
17 further modified, amended or supplemented from time to time, and together with any exhibits or
18 scheduled thereto, the “**Plan**”). The Effective Date of the Plan occurred on July 1, 2020 (the “**Effective**
19 **Date**”). See Dkt. No. 8252.

20 **III. RELIEF REQUESTED**

21 The Reorganized Debtors file this Objection, pursuant to section 502 of the Bankruptcy Code,
22 Bankruptcy Rule 3007(d)(4), Bankruptcy Local Rule 3007-1, and the *Order Approving (A) Procedures*
23 *for Filing Omnibus Objections to Claims and (B) the Form and Manner of the Notice of Omnibus*
24 *Objections*, dated June 30, 2020 [Docket No. 8228] (the “**Omnibus Objections Procedures Order**”),
25 seeking entry of an order disallowing and expunging Proofs of Claim that were filed after the Bar Date
26 elapsed; in fact, more than half of the Claims at issue here were filed after the Effective Date had passed

27 ¹ The claims of Fire Claimants will be administered through the Fire Victim Trust and the claims of
28 Wildfire Subrogation Claimants through the Subrogation Wildfire Trust in accordance with the Plan.

1 (the “**Untimely Claims**”). The Untimely Claims are identified on **Exhibit 1**, in the columns headed
2 “Claims To Be Disallowed and Expunged.”

3 **IV. ARGUMENT**

4 **A. The Untimely Claims Should be Disallowed and Expunged**

5 Bankruptcy Rule 3007 permits the Reorganized Debtors to file objections to more than one claim
6 if the Claims “were not timely filed.” Fed. R. Bankr. P. 3004(d)(4). Section 502 of the Bankruptcy
7 Code provides that claims shall be allowed except to the extent that they were not timely filed.
8 11 U.S.C. § 502(b)(9). None of the exceptions laid out in section 502(b)(9) applies here. Furthermore,
9 none of the Claimants has sought or obtained relief from the Court pursuant to Rule 9006 of the
10 Bankruptcy Rules to file a late Proof of Claim. The Bar Date was set almost ten months after the Petition
11 Date and over seven months after the first 341(a) meeting of creditors on March 4, 2019—giving far
12 more time to claimants than the 90 days that Bankruptcy Local Rule 3003-1 would otherwise provide.
13 Nevertheless, although the Bar Date elapsed over eighteen months ago (and the Effective Date ten
14 months ago), claims continue to be filed in these Chapter 11 Cases. The Reorganized Debtors
15 respectfully submit that such untimeliness, if excused, would waste the Court’s and the Reorganized
16 Debtors’ resources, potentially hold open these Chapter 11 Cases in perpetuity, and prevent the ability
17 of the Reorganized Debtors to achieve finality in the Claims review and allowance process.

18 Each of the Claimants is listed alphabetically, and the claim number and amount are identified
19 in accordance with Bankruptcy Rule 3007(e). Furthermore, in accordance with the Omnibus Objections
20 Procedures Order, the Reorganized Debtors have sent individualized notices to the holders of each of
21 the Untimely Claims.

22 **B. The Claimants Bear the Burden of Proof**

23 A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C.
24 § 502(a).² Section 502(b)(1) of the Bankruptcy Code, however, provides in relevant part that a claim

25 ² Upon the Reorganized Debtors’ request, the deadline under Section 7.1 of the Plan for the Reorganized
26 Debtors to bring objections to Claims initially was extended through and including June 26, 2021 (except
27 for Claims of the United States, which deadline was extended to March 31, 2021) [Docket No. 9563].
28 That deadline has been further extended through December 23, 2021, except for Claims of the California
Department of Forestry and Fire Protection, which deadline was extended to September 30, 2021,
without prejudice to the right of the Reorganized Debtors seek further extensions thereof [Docket No.

1 may not be allowed if “such claim is unenforceable against the debtor and property of the debtor, under
2 any agreement or applicable law.” 11 U.S.C. § 502(b)(1). Once the objector raises “facts tending to
3 defeat the claim by probative force equal to that of the allegations of the proofs of claim themselves,”
4 *Wright v. Holm (In re Holm)*, 931 F.2d 620, 623 (9th Cir. 1991), quoting 3 L. King, *Collier on*
5 *Bankruptcy* § 502.02 at 502-22 (15th ed. 1991), then “the burden reverts to the claimant to prove the
6 validity of the claim by a preponderance of the evidence,” *Ashford v. Consolidated Pioneer Mortgage*
7 *(In re Consolidated Pioneer Mortgage)* 178 B.R. 222, 226 (B.A.P. 9th Cir. 1995) (quoting *In re*
8 *Allegheny Int’l, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992)), *aff’d without opinion* 91 F.3d 151 (9th Cir.
9 1996). “[T]he ultimate burden of persuasion is always on the claimant.” *Holm*, 931 F.2d at 623 (quoting
10 King, *Collier on Bankruptcy*); *see also Lundell v. Anchor Constr. Specialists, Inc.*, 223 F.3d 1035, 1039
11 (9th Cir. 2000), *Spencer v. Pugh (In re Pugh)*, 157 B.R. 898, 901 (BAP 9th Cir. 1993); *In re Fidelity*
12 *Holding Co.*, 837 F.2d 696, 698 (5th Cir. 1988).

13 As set forth above, the Untimely Claims were filed not only after the passage of the Bar Date but
14 more than half were also filed after passage of the Effective Date, without leave of the Court. Therefore,
15 the Untimely Claims should be disallowed and expunged in their entirety.

16 **V. RESERVATION OF RIGHTS**

17 The Reorganized Debtors hereby reserve the right to object, as applicable, in the future to any of
18 the Proofs of Claim listed in this Objection on any ground, and to amend, modify, or supplement this
19 Objection to the extent an objection to a claim is not granted, and to file other objections to any proofs
20 of claims filed in these cases, including, without limitation, objections as to the amounts asserted therein,
21 or any other claims (filed or not) against the Debtors, regardless of whether such claims are subject to
22 this Objection. A separate notice and hearing will be scheduled for any such objections. Should the
23 grounds of objection specified herein be overruled, wholly or in part, the Reorganized Debtors reserve
24 the right to object to the Untimely Claims on any other grounds that the Reorganized Debtors may
25 discover or deem appropriate.

26
27 10494]. The deadline with respect to Claims of the United States has been further extended by stipulation
28 and order [Docket Nos. 10459, 10463].

1 **VI. NOTICE**

2 Notice of this Objection will be provided to (i) holders of the Untimely Claims; (ii) the Office of
3 the U.S. Trustee for Region 17 (Attn: Andrew R. Vara, Esq. and Timothy Laffredi, Esq.); (iii) all counsel
4 and parties receiving electronic notice through the Court's electronic case filing system; and (iv) those
5 persons who have formally appeared in these Chapter 11 Cases and requested service pursuant to
6 Bankruptcy Rule 2002. The Reorganized Debtors respectfully submit that no further notice is
7 required. No previous request for the relief sought herein has been made by the Reorganized Debtors to
8 this or any other Court.

9 WHEREFORE the Reorganized Debtors respectfully request entry of an order granting (i) the
10 relief requested herein as a sound exercise of the Reorganized Debtors' business judgment and in the
11 best interests of their estates, creditors, shareholders, and all other parties interests, and (ii) such other
12 and further relief as the Court may deem just and appropriate.

13 Dated: May 20, 2021

KELLER BENVENUTTI KIM LLP

14 By: /s/ Dara L. Silveira
15 Dara L. Silveira

16 *Attorneys for Debtors and Reorganized Debtors*
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